

BINGHAM MCCUTCHEN LLP

**Hearing Date and Time: June 24, 2009 at 10:00
a.m. (Prevailing Eastern Time)**

Jeffrey S. Sabin
Joshua Dorchak
399 Park Avenue
New York, New York 10022
(212) 705-7000

Attorneys for Deutsche Bank AG and
Affiliates, Harbinger Capital Partners Special
Situations Fund, L.P. and Harbinger Capital
Partners Master Fund I, Ltd., Putnam
Investments, LLC and Affiliates, State Street
Bank and Trust Company, and UBS AG and
Affiliates

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:	Chapter 11
	:	
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i> ,	:	Case No. 08-13555 (JMP)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----X		

**OBJECTION OF DEUTSCHE BANK AG AND AFFILIATES, HARBINGER
CAPITAL PARTNERS SPECIAL SITUATIONS FUND, L.P. AND HARBINGER
CAPITAL PARTNERS MASTER FUND I, LTD., PUTNAM INVESTMENTS, LLC
AND AFFILIATES, STATE STREET BANK AND TRUST COMPANY, AND
UBS AG AND AFFILIATES TO DEBTORS' NOTICE OF EVIDENTIARY
HEARING IN CONNECTION WITH DEBTORS' MOTION FOR
ESTABLISHMENT OF THE DEADLINE FOR FILING PROOFS OF CLAIM,
APPROVAL OF THE FORM AND MANNER OF NOTICE THEREOF AND
APPROVAL OF THE PROOF OF CLAIM FORM**

Deutsche Bank AG and Affiliates, Harbinger Capital Partners Special Situations Fund,
L.P. and Harbinger Capital Partners Master Fund I, Ltd., Putnam Investments, LLC and
Affiliates, State Street Bank and Trust Company, and UBS AG and Affiliates (collectively, the
"Bingham Objectors"), by their attorneys Bingham McCutchen LLP, hereby object to the
Debtors' Notice of Evidentiary Hearing (the "Notice") [Dkt. No. 4063] in Connection with the

Debtors' Motion for Establishment of the Deadline for Filing Proofs of Claim, Approval of the Form and Manner of Notice Thereof and Approval of the Proof of Claim Form (the "Motion") [Dkt. No. 3654], and in support of such objection state as follows:

1. The Bingham Objectors filed objections to the Motion [Dkt. Nos. 3848, 3856, 3857, 3860 and 3947].

2. The Bingham Objectors agree with, and incorporate by reference herein, the arguments made by Barclays Capital Inc., Barclays Bank PLC and their affiliates in their Objection to the Notice [Dkt. No. 4065].

3. The Bingham Objectors further note that the primary basis for their and numerous other creditors' objections to the Motion is that, with respect to Derivatives and Guaranty Claims and otherwise, the Motion improperly seeks to impose upon claimants much more onerous and extensive obligations than those required by the Bankruptcy Code and Rules, in particular Rule 3001. This is a threshold issue, which this Court can and should resolve without conducting any factual inquiry beyond a review of the Motion. If this Court holds that Rule 3001 governs the filing of proofs of claim in these proceedings, much of the Debtors' intended testimony in support of the Motion will presumably be moot.

4. For the foregoing reasons, the Bingham Objectors respectfully request that the initial hearing on the Motion, currently scheduled for June 24, 2009, not be an evidentiary hearing.

Dated: New York, New York
June 23, 2009

BINGHAM MCCUTCHEN LLP

By: /s/ Joshua Dorchak

Jeffrey S. Sabin
jeffrey.sabin@bingham.com
Joshua Dorchak
joshua.dorchak@bingham.com
399 Park Avenue
New York, New York 10022
Telephone No.: (212) 705-7000
Facsimile No.: (212) 752-5378

Attorneys for Deutsche Bank AG and Affiliates,
Harbinger Capital Partners Special Situations
Fund, L.P. and Harbinger Capital Partners Master
Fund I, Ltd., Putnam Investments, LLC and
Affiliates, State Street Bank and Trust Company,
and UBS AG and Affiliates